

**DECLARATION AND POWER OF ATTORNEY FOR
PATENT APPLICATION**

As a below named inventor, I hereby declare that:

My residence, post office address and citizenship are as stated below next to my name;

I believe I am the original, first and sole inventor (if only one name is listed below) or an original, first and joint inventor (if plural names are listed below) of the subject matter which is claimed and for which a patent is sought on the invention entitled

SYSTEM AND METHOD FOR BRAND NAME GIFT CARD EXCHANGE

the specification of which (check one)

X is attached hereto.

— was filed on _____
as Application Serial No. _____
and was amended on _____
(if applicable)

I hereby state that I have reviewed and understand the contents of the above-identified specification, including the claims, as amended by any amendment referred to above.

I acknowledge the duty to disclose information which is material to the patentability of this application in accordance with Title 37, Code of Federal Regulations, ' 1.56.

I hereby claim foreign priority benefits under Title 35, United States Code, ' 119 of any foreign application(s) for patent or inventor's certificate listed below and have also identified below any foreign application for patent or inventor's certificate having a filing date before that of the application on which priority is claimed:

Prior Foreign Application(s):	Priority Claimed	
_____	Yes _____ No _____	
(Number)	(Country)	(Day/Month/Year)

I hereby claim the benefit under Title 35, United States Code, ' 120 of any United States application(s) listed below and, insofar as the subject matter of each of the claims of this application is not disclosed in the prior United States application in the manner provided by the first paragraph of Title 35, United States Code, ' 112, I acknowledge the duty to disclose information material to the patentability of this application as defined in Title 37, Code of Federal Regulations, ' 1.56 which occurred between the filing date of the prior application and the national or PCT international filing date of this application:

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I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and that such willful false statements may jeopardize the validity of the application or any patent issued thereon.

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Gregory W. Carr, Reg. No. 31,093; Theodore F. Shiells, Reg. No. 31,569; and Alan A.R. Cooper, Reg. No. 51,217, each associated with PTO Customer No. 21,909.

Send correspondence to: Gregory W. Carr
670 Founders Square
900 Jackson Street
Dallas, Texas 75202

and direct all telephone calls to (214) 760-3000.

FULL NAME OF SOLE OR FIRST INVENTOR: Carl Phillip Gusler

INVENTORS SIGNATURE: Carl Phillip Gusler **DATE:** March 31, 2002

RESIDENCE: 10702 Sans Souci Place
Austin, Texas 78759

CITIZENSHIP: U.S.A.

POST OFFICE ADDRESS: 10702 Sans Souci Place
Austin, Texas 78759

FULL NAME OF SECOND INVENTOR: Rick Allen Hamilton

INVENTORS SIGNATURE: _____ DATE: _____

RESIDENCE: 1532 Dairy Road
Charlottesville, Virginia 22903

CITIZENSHIP: U.S.A.

POST OFFICE ADDRESS: 1532 Dairy Road
Charlottesville, Virginia 22903

FULL NAME OF THIRD INVENTOR: Steven Jay Lipton

INVENTORS SIGNATURE: _____ DATE: _____

RESIDENCE: 2609 Maywood Court
Flower Mound, Texas 75028

CITIZENSHIP: U.S.A.

POST OFFICE ADDRESS: 2609 Maywood Court
Flower Mound, Texas 75028

FULL NAME OF FOURTH INVENTOR: Timothy Moffett Waters

INVENTORS SIGNATURE: _____ DATE: _____

RESIDENCE: 9771 Hoke Brady Road
Richmond, Virginia 23231

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FULL NAME OF SECOND INVENTOR: Rick Allen Hamilton

INVENTORS SIGNATURE: Rick Allen Hamilton DATE: March 30, 2004

RESIDENCE: 1532 Dairy Road
Charlottesville, Virginia 22903

CITIZENSHIP: U.S.A.

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Richmond, Virginia 2323192 COUNTY CLUB COURT NW
Hiram, GA 30141**CITIZENSHIP:** U.S.A.**POST OFFICE ADDRESS:** 9771 Hoke Brady Road
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